

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789-BRL

SIPA Liquidation

AFFIDAVIT OF MAILING

I, JOHN FRANKS, being duly sworn, depose and say that:

1. I am a Director at the Dallas, Texas office of AlixPartners, LLP ("AlixPartners").

AlixPartners is employed by the Trustee (as defined) as claims agent, in part.

2. I have personal knowledge of the matters herein.

3. On December 15, 2008, the United States District Court for the Southern District of New York entered an order appointing Irving H. Picard, Esq. ("the Trustee") as trustee for the liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS") under the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA").

4. On December 23, 2008, an order ("the Order") was entered in this proceeding authorizing and directing the Trustee to, amongst other things, mail a copy of (a) the notice of the commencement of this liquidation proceeding (the "Notice"), explanatory information and claim form to each person who, from the books and records of BLMIS, appeared to have been a customer of BLMIS with an open account during the twelve month period prior to December 11, 2008; (b) the

Notice, explanatory letter and claim form to creditors other than customers; and (c) the Notice, explanatory letter and Series 300 Rules to broker dealers to the addresses of such customers, creditors and broker dealers as they appeared on available books and records of BLMIS.

5. On or around December 23, 2008, the Trustee employed AlixPartners to assist the Trustee in carrying out his duties and responsibilities pursuant to this proceeding.

AlixPartners employees and Baker & Hostetler LLP attorneys reviewed BLMIS' books and records and provided AlixPartners with the names, addresses and account numbers of some of the customers, creditors and broker dealers of BLMIS.

6. AlixPartners also received the names and/or addresses of some of the customers, creditors and broker dealers of BLMIS via phone calls and voicemails left by customers on the Trustee's hotline and mail/e-mail from customers sent directly to the Securities Investor Protection Corporation ("SIPC") and BLMIS, which were forwarded to AlixPartners.

7. A customer list (including creditors and broker dealers of BLMIS) was prepared under the direction of AlixPartners. From this list, AlixPartners generated a complete set of mailing labels for the customers, creditors and broker dealers of BLMIS.

8. AlixPartners arranged for the Notice, a letter to all customers of BLMIS, a customer claim form, instructions for completing customer claim form, SIPC Investor's Guide to Brokerage Firm Liquidations Brochure ("SIPC Brochure") and a return envelope (the "Customer Documents") to be mailed to customers of BLMIS. The mailing was accomplished on behalf of the Trustee by sending the Customer Documents to each of the persons and/or entities listed on the attached Exhibit A.

9. AlixPartners arranged for the Notice, an explanatory letter and a general creditor claim form (the "Vendor Documents") to be mailed to vendors of BLMIS. The mailing was

accomplished on behalf of the Trustee by sending the Vendor Documents to each of the persons and/or entities listed on the attached Exhibit B.

10. AlixPartners arranged for the Notice, an explanatory letter and a general creditor claim form (the “Employee Documents”) to be mailed to current and former employees of BLMIS. The mailing was accomplished on behalf of the Trustee by sending the Employee Documents to each of the persons and/or entities listed on the attached Exhibit C.

11. AlixPartners arranged for the Notice, an explanatory letter and SIPC Series 300 Rules Brochure for Broker Dealers (the “Broker Dealer Documents”) to be mailed to broker dealers of BLMIS. The mailing was accomplished on behalf of the Trustee by sending the Broker Dealer Documents to each of the persons and/or entities listed on the attached Exhibit D.

12. AlixPartners arranged for the Notice, applicable explanatory letter, claim form, instructions and SIPC Brochure (the “Other Party Documents”) to be mailed to other parties of BLMIS. The mailing was accomplished on behalf of the Trustee by sending the Other Party Documents to each of the persons and/or entities listed on the attached Exhibit E.

13. The Customer Documents, Vendor Documents, Employee Documents, Broker Dealer Documents and Other Party Documents are collectively referred to herein as the “Documents.”

14. The Documents were mailed on behalf of the Trustee to the majority of customers on January 2, 2009. Some of the Documents were mailed to customers after January 2, 2009, but on or before January 9, 2009.

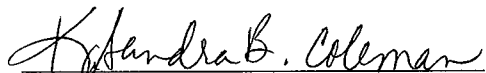
I declare under penalty of perjury that the foregoing is true and correct.

Executed in Dallas, Texas this 3rd day of February, 2009.



John Franks
Director
AlixPartners LLP

Subscribed and sworn to before me
this 3rd day of February, 2009.


Notary Public *March 27, 2010*

